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Unleash powers.
Unchain Earth.

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TRAILER IN
THE OPTIONS MENU.

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LEGENDS**

Fall 2004
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SPIDER-MAN 2

ACTIVISION

About Photosensitive Seizures

A very small percentage of people may experience a seizure when exposed to certain visual images, including flashing lights or patterns that may appear in video games. Even people who have no history of seizures or epilepsy may have an undiagnosed condition that can cause these "photosensitive epileptic seizures" while watching video games.

These seizures may have a variety of symptoms including: lightheadedness, altered vision, eye or face twitching, jerking or shaking of arms or legs, disorientation, confusion, or momentary loss of awareness. Seizures may also cause loss of consciousness or convulsions that can lead to injury from falling down or striking nearby objects.

Immediately stop playing and consult a doctor if you experience any of these symptoms. Parents should watch for or ask their children about the above symptoms—children and teenagers are more likely than adults to experience these seizures.

The risk of photosensitive epileptic seizures may be reduced by:

- sitting farther from the television screen,
- using a smaller television screen,
- playing in a well-lit room, and
- not playing when you are drowsy or fatigued.

If you or any of your relatives have a history of seizures or epilepsy, consult a doctor before playing.

Avoid Damage to Your Television

Do not use with certain televisions. Some televisions, especially front- or rear-projection types, can be damaged if any video games, including Xbox games, are played on them. Static images presented during the normal course of game play may "burn in" to the screen, causing a permanent shadow of the static image to appear at all times, even when video games are not being played. Similar damage may occur from static images created when placing a video game on hold or pause. Consult your television owner's manual to determine if video games can be safely played on your set. If you are unable to find this information in the owner's manual, contact your television dealer or the manufacturer to determine if video games can be played on your set.

Other Important Health and Safety Information

The Xbox Instruction Manual contains important safety and health information that you should read and understand before using this software.

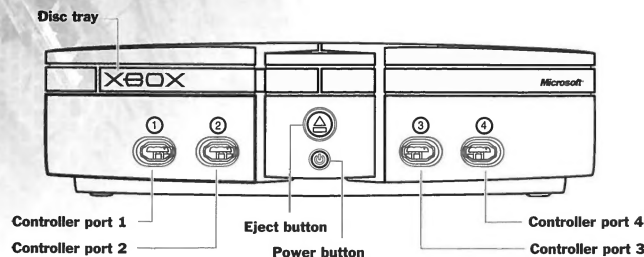
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STARTING UP



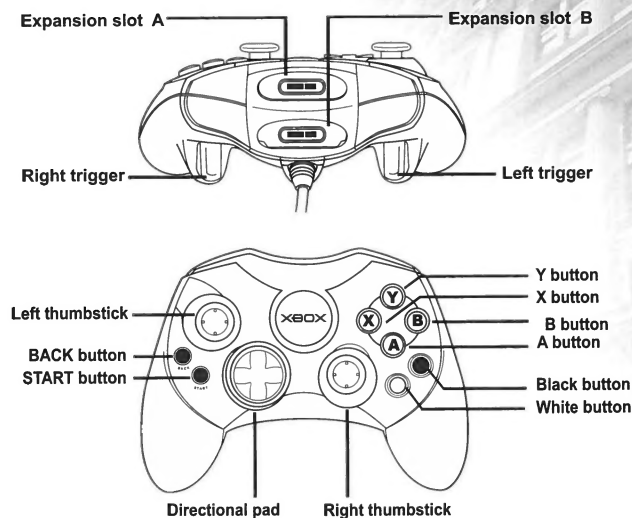
1. Set up your Xbox® video game system by following the instructions in the Xbox Instruction Manual.
2. Press the Power button and the status indicator light will light up.
3. Press the Eject button and the disc tray will open.
4. Place the *Spider-Man 2™* disc on the disc tray with the label facing up and close the disc tray.
5. Follow on-screen instructions and refer to this manual for more information about playing *Spider-Man 2™*.

Avoiding Damage to Discs or the Disc Drive

To avoid damage to discs or the disc drive:

- Insert only Xbox-compatible discs into the disc drive.
- Never use oddly shaped discs, such as star-shaped or heart-shaped discs.
- Do not leave a disc in the Xbox console for extended periods when not in use.
- Do not move the Xbox console while the power is on and a disc is inserted.
- Do not apply labels, stickers or other foreign objects to discs.

Using the Xbox® Controller



1. Connect the Xbox Controller into any controller port on the front of the Xbox console.
2. Insert any expansion devices (for example, Xbox Memory Units) into controller expansion slots as appropriate.
3. Follow on-screen instructions and refer to this manual for more information about using the Xbox Controller to play *Spider-Man 2™*.

GO WHEREVER A SPIDER CAN

This time around, you get to go everywhere. Climb to the top of skyscrapers or dive down to the busy streets. Swing around Times Square or run inside the buildings of Manhattan. You and Spider-Man have free rein over the city.

CREATE A PROFILE

Login Screen

Press the **START** button to Pause the game. Then pull the **left trigger** and **right trigger** to see the various Pause Menu screens. Start by creating a user profile to save your game progress. Enter a name using the directional pad to navigate and press the **A** button to select letters. Choose **Enter** on the screen to start the game.

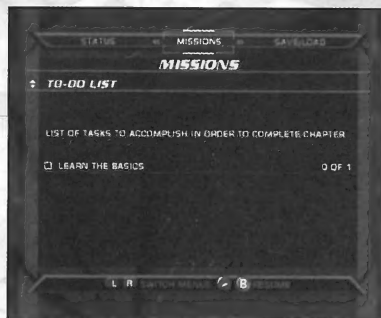


PAUSE MENU SCREENS

Use the Pause Menu to access all game screens during play. Use the **left** and **right triggers** to see the Pause Menu screens. Use the directional pad and the **A** button to highlight and select options. Press the **START** button to return to your game. From the Pause Menu you can access the following screens:

Missions

Go to the Missions screen to check the To Do List to stay up to date on what you've done and what you have to do next.



Save/Load

Save, load or start a new game.

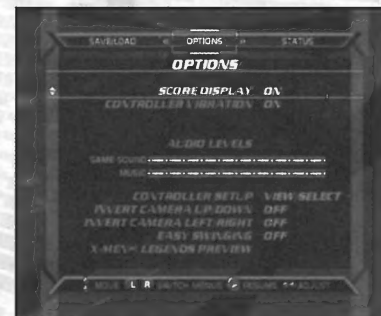
To save your game, press the **START** button to access the Pause Menu. Pull the **right trigger** button to get to the Options Menu and then choose **Save**. You can choose to save your game in 1 of 3 slots.



You can save your game whenever you want. When you load the game the next time, you'll get all your stuff back. Good times to save are whenever you finish a chapter, do well at a challenge or find a hard-to-reach secret token.

Options

Here you can turn the Score Display, Controller Vibration and Easy Swinging mode on and off; change the sound settings; view or change the controller configuration; and invert the **right thumbstick's** camera controls.



Status

Check on your Combat upgrades, Locomotion upgrades, Awards and Game Stats on this screen.



DO WHATEVER A SPIDER CAN

Action	Controls	Notes
Attack/Action	X button	Press to perform different punches and kicks. Press to activate switches.
Evade/ Attach to Wall	B button	Press when Spider-Man's head flashes to dodge attacks. When you're near a wall, press and hold to attach to the wall and start crawling. Press and hold when you're near street lamps and flagpoles to grab on to them.
Web	Y button	Hold down the Y button to tie up an enemy with webbing. Tap the Y button to blind or disarm an enemy with webbing.
Jump	A button	Tap to jump. Tap again to perform a double jump. Hold down the A button to charge your jump meter. Release the A button to perform a charged jump.
Web Swing	right trigger	Pull to begin swinging. (See Swinging on page 9 and Gameplay Tips on page 16 for swinging tips.)
Sprint	left trigger	Pull and hold while running, crawling, swinging and web attacking to turbo charge your action.
Grapple/ Pick Up	Y button for hurt civilians Y + B buttons for thugs	Hold the Y button to web tie thugs or reel in civilians who are in trouble. Hold the B button while web tying a thug to reel the thug into a grapple.

Action	Controls	Notes
Movement	left thumbstick	Move a little to walk or move all the way to run.
Rotate Camera	right thumbstick	Move the right thumbstick to rotate the camera. If you don't like the way the camera rotates, you can invert its movement on the Options screen of the Pause menu.
Spider Reflexes	Black button or ↑ on the directional pad	Press the Black button or ↑ on the directional pad to turn on Spider Reflexes Mode.
Re-Center Camera	White button	Press the White button to re-center the camera behind Spider-Man.
Web Zip (has to be purchased)	left trigger + right trigger	Pull and hold the left trigger, then pull the right trigger.
Camera Lock-on Mode	↓ on the directional pad	Press ↓ on the directional pad to enter Camera Lock-on Mode. Move the right thumbstick left or right to toggle through the enemies.
Pause	START button	Press the START button to toggle the Pause Menu.
Map	BACK button	Press the BACK button to view a 3D top view map of the city.

SWINGING

If you picked **Easy Swinging** at the beginning of the game, just pull the **right trigger** to shoot a web, and hold on to the **right trigger** as long as you want to swing. Let go of the **right trigger** to release your web and sail through the air. Shoot another web by pulling the **right trigger** again.

Normal Swinging gives you more precise control over Spider-Man. Pull the **right trigger** to shoot a web and begin to swing. While swinging, you can pull the **right trigger** again to immediately shoot another web. However, you can control your movement better if you first press the **A** button to jump off your web. After sailing through the air for a while, pull the **right trigger** again to start another web. (See page 16 for more tips on Normal Swinging.)

For best results under Normal Swinging, you need to master swing jumping. First do a charged jump off the ground so you can get some air before you begin. Then pull the **right trigger** to shoot a web and begin to swing. As soon as you begin swinging, press and hold the **A** button to charge your jump meter. When it's completely charged and you're moving in the direction you want to go, let go of the **A** button to do a charged jump off your web. Fly through the air for a second or two, steering with the **left thumbstick**. Then pull the **right trigger** again to shoot your next web, and repeat. You're swing jumping!

To swing jump even faster, pull the **left trigger** at the bottom of your swing for a turbo boost forward!

In Normal Swinging, you can stop yourself in midair by shooting a second web and hanging from two web lines at once. Pull the **right trigger** to swing, as usual. While swinging, pull and hold the **right trigger** to shoot a second web.

Whenever you pull the **right trigger** to swing, whether you're in Easy Swinging or Normal Swinging, you'll shoot a web at a good target in the direction that you're pointing the

left thumbstick. If you want your web to stick to the building ahead of you and to the left, just move the **left thumbstick** forward and to the left while pulling the **right trigger**.

If you want to change from Easy Swinging to Normal Swinging or vice versa, go to the Options screen of the Pause Menu.

WEB ATTACKS

As the amazing Spider-Man, you have a variety of web-based attacks at your disposal. See page 11 for a complete list of combos.

Web Tie: The classic Spider-Man action that allows you to tie up your foes. Hold down the **Y** button to tie up enemies so they cannot attack Spidey. Enemies eventually work free of the webbing, so be sure to keep an eye out so you don't get surprised. Some powerful enemies can dodge out of the way of your webbing and some are completely invulnerable to it.

Impact Webbing: The web ball can be very helpful when fighting a group of enemies. Pull and hold the **left trigger** and press the **Y** button to shoot a web ball at your enemy. They'll be momentarily entangled so you can take care of another enemy. Impact webbing is harder to dodge than a web tie.

Web Yank: Need to deal with an enemy who wants to stay at long range? Try the **Y** button + back on the **left thumbstick** to bring an opponent up close and personal where Spidey can deal with them properly. Press the **Y** button and move the **left thumbstick** in different directions to try different yanks.

See pages 11 and 12 for examples of Web Attacks.

COMBAT SYSTEM

Combos

Spider-Man 2™ has an open-ended combat system that lets you press Attack, Web and Jump commands in different sequences to perform combos that capitalize on Spider-Man's agility and quickness.

Dodge Button: This button comes in really handy when Spidey is being shot at or attacked by a bunch of thugs. When attacked, your Spidey sense tingles and Spidey's head flashes. Press the **B** button when Spidey's head lights up and he will dodge the attack. From the dodge you can start a counter attack.

Purchase New Combos: There are multiple Upgrade Stores in the city where Spider-Man can go to upgrade his special abilities like swinging, combat and web attacks.

Air Juggle Combat: You'll often knock enemies up into the air. To Air Juggle a bad guy, just launch one of them into the air and then charge jump (hold down the **A** button to charge up and then release) to catch up to the enemy. While in the air, you can begin to punch. Skilled players can use punches, kicks, jumps and web yanks to stay in the air while defeating all the bad guys.

Combat Combos

Some of these combos will work right from the beginning of the game, and others you have to purchase from the Spidey Stores in the city. Make sure to rack up those Hero Points so you can get more combos—including special combos not listed here!

Control	Action
X button	Right Hook
X button, X button	Left Hook
X button, A button	Hop-over Head Punch (escape)
X button, Y button	Web Trip
X button, X button, X button	Knockdown Punch
X button, X button, A button	Jump-off Kick
X button, X button, Y button	Web Hammer
X button, X button, Y button, 360° left thumbstick rotation	Link to Web Rodeo (hold the Y button, rotate the left thumbstick) (clearing, knock away)
X button, A button, X button	Air Kick (launches enemy)
X button, Y button, X button	Double Fist Uppercut (launches enemy)
Y button	Web Trap/Blind/Disarm

Control	Action
Y button, ↑ on left thumbstick	Yank Up (launches enemy) (tap to blind/disarm, hold to trap)
Y button, ↓ on left thumbstick	Yank Toward Self (homing, launches enemy, range)
Y button, ← on left thumbstick	Yank Left (distance)
Y button, → on left thumbstick	Yank Right (distance)
Y button, 360° left thumb- stick rotation	Web Rodeo (hold the Y button, rotate the left thumbstick) (clearing, knock away)
Y button, X button	Yank Kick
Y button, X button, X button	Thrust Kick
Y button, X button, Y button	Web Blast (knock away)
X button	Roundhouse Kick (must be in Spider Reflexes)
X button, X button	Drop Kick (must be in Spider Reflexes)
X button, X button, X button	Mule Kick (must be in Spider Reflexes)
left thumbstick + X button	Rising Uppercut (hold button to rise with target) (launches enemy, escape)
B button, X button	Counter Flip Kick (dodge was successful)

Control	Action
B button, ← on left thumbstick + X button	Counter Elbow (dodge was successful)
B button, → on left thumbstick + X button	Counter Uppercut (dodge was successful)

Note: Some attacks are different and enhanced when Spider Reflexes are active.

GENERAL INFO

• Meters



The *Health Meter* decreases when you get hurt. To increase your health, pick up the health icon that appears after stopping various crimes in the city.

The *Hero Meter* shows how long you can keep Spider Reflexes going (press ↑ on the directional pad). You can fill up the Hero Meter by doing stylish Spider-Man moves like acrobatic swinging moves or dodging attacks.

The *Jump Meter* shows how much you have charged your jump. It increases as long as you press the **A** button, indicating how high you'll jump when you let go.

• Jump While You Swing

While swinging, hold down the **A** button to charge up your jump meter. At the end of your swing, release the **A** button. This allows Spider-Man to get higher and gain momentum. See pages 8 and 16 for more swinging tips.

- *Swing Boost*

When swinging, pull the **left trigger** to get a swing speed boost. If you pull the **left trigger** at the bottom of your swing, you'll get the maximum boost.

- *Citizens in Distress Missions*

While swinging through the city you'll see civilians with a green **?** icon over their heads. You can choose to approach them and begin a mission. First, walk up to the civilian, face them and press the **X** button. They'll tell you that someone's being attacked, robbed or just needs help. Completing these missions earns Hero Points that you can spend in one of the Upgrade Stores.

- *Random Crimes*

Sometimes while swinging around the city you'll notice random crimes occurring. You can choose to intervene and stop the crime or continue on your way if you're too busy. It's not mandatory, but stopping these crimes earns Hero Points.

- *Zoom Map*

If you're outdoors, you can press the **BACK** button to show the zoom map. (The game will remain paused for as long as you want to look at the map.) Then use the following controls:

Control	Action
directional pad or left thumbstick	Move the map around
Y button	Zoom out so you can see more area
A button	Zoom in so you can see more detail
right and left triggers	Show challenges, hint markers or key locations nearby
B or BACK buttons	Leave the zoom map

- *Hero Points*

Spider-Man can earn Hero Points by doing a number of heroic things: stopping petty crimes, saving helpless civilians, beating up the super villains and many more... Use the Hero Points you earn to upgrade Spider-Man's combat, webbing and swinging abilities in one of the Upgrade Stores in the city.

Icons in the Game



Story Mission Objective (Blue)

Civilian Offering Information (Green)

Petty Crimes (Purple)



Objective for To Do List

Camera Icon (Yellow)
(used in Daily Bugle Missions)



Citizens in Distress
Mission Waypoint (Yellow)

Civilian Needing Help (Yellow)

Enemy (Red)

Damaged Enemy (Red and Yellow)



Go Here Icon

Special Place Icon

Daily Bugle Icon

Pizza Icon



MJ's Apartment Icon

Peter's Apartment Icon

Upgrade Store Icon

Movie Theatre Icon



Trick Icon

Hint Icon

GAMEPLAY TIPS

1. Normal Swinging: You can master swing jumping if you get the rhythm. While moving the left thumbstick forward, pull the **right trigger**. Then hold the **A** button for about 2 seconds to charge your jump meter until you're about two-thirds of the way through your swing and moving forward quickly. Let go of the **A** button to do a charged jump. Sail through the air for a couple seconds, then repeat.
2. Normal Swinging: If you're having trouble gaining altitude, do the above steps for swing jumping, but wait an extra second before you let go of the **A** button to do your charged jump. Spider-Man will leap higher in the air, but not as far forward. Then after a second, pull the **right trigger** again to keep swinging.
3. Whenever you pull the **right trigger**, Spider-Man tries to shoot a web at whatever object you're pointing at with the **left thumbstick**. This might be a building, a tree or even a helicopter. So if you're swinging and you want to take a left turn, try shooting a web at the building on your left so your momentum will carry you in that direction. If you keep hitting the ground right after you start to swing, try doing a charged jump from the ground before you pull the **right trigger** to swing for the first time.
4. For fast swinging, master the speed boost. Pull the **left trigger** at the bottom of your swing, then do a charged jump and go straight. Feel the burn.
5. Visit the Upgrade Stores often for upgrades to your swing speed and more combos for combat.
6. Try not to get hit. Dodge incoming attacks and, if your timing is right, counter attack!
7. Many enemies have defenses against some of your attacks. If thugs are blocking all your normal attacks,

try web-tying them (hold down the **Y** button), or start a combo with the web button (the **Y** button). If they're dodging your webbing, try out some aerial combos or impact webbing. And don't forget, there's always Spider Reflexes!

8. If you get hurled through the air by an explosion or a hard hit, rapidly press any button to shake it off and regain control.
9. If a mission seems too hard, choose **Restart Chapter**, save up some Hero Points, buy upgrades from the Upgrade Store and try it again!
10. Not sure what to do? Check your To Do list in the Pause Menu by pressing the **START** button.
11. Press the **BACK** button to view the zoom-out map to plan your route when you need to get through the city quickly. It lets you see where you need to go. You can take your sweet time and the best part is you can zoom all the way out to over a mile above the city!
12. Master web-zipping, wall-running and springing off buildings to take the swinging experience to another level.
13. Be sure to save the game before you turn off your Xbox console or you'll lose your progress. Press the **START** button, then pull the right trigger to get to the Save/Load screen, then choose **Save Game**.
14. Have fun!

CREDITS

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Spider-Man®**
Tobey Maguire

**Dr. Otto Octavius™/
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Alfred Molina

Mary Jane Watson™
Kirsten Dunst

Tour Guide
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THE DISTILLERS



Beat Your Heart Out

Song and Lyrics by Brody Dalle

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Published by Chrysalis Songs/Distilla Nation Music (BMI)

Theme from Spider-Man

Performed by The Distillers

Written by Bob Harris and Paul Webster

Published by Hillcrest Music and Webster Music

The Distillers are:

Andy Granelli (Drums)
Brody Dalle (Guitar/Vocals)
Ryan Sinn (Bass/Vocals)
Tony Bradley (Guitars/Vocals)

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Tuba

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PercussionTom Raney
Wade Culbreath**Timpani**

Peter Limonick

Harp

Katie Kirkpatrick

Piano

Mike Lang

Electric Guitar

Greg Herzenach

ADDITIONAL MUSIC

"Beat Your Heart Out"

Songs & Lyrics by
Brody Dalle© 2003 Distilla Nation
Music BMIAll Arrangements by
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Music (BMI)

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"Theme from Spider-Man"

Performed by
The DistillersWritten by Bob Harris
and Paul WebsterPublished By Hillcrest
Music & Webster Music

The Distillers are:

Andy Granelli (Drums),
Brody Dalle

(Guitar/Vocals),

Ryan Sinn (Bass/Vocals),

Tony Bradley

(Guitars/Vocals)

Recorded ByJamie Kahn
at
Function 8**Bass**

Monte Vallier

Guitar

Nico Wenner

Organ

Marc Capelle

Drums

Jon Weiss

Additional MusicRed-Eye
Christopher Alba**Voice Over Recorded at**Woodholly Studios
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Detroit, MIOregon Sound Recording
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See? in the credits

Brett Douville

Marlene & Kyra Dugan

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Fluffy_White_Bunny for

taking the red pill

Dianne Fristrom

James Fristrom

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Emma Lai
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Olive Lewis
Morrissey
Katie Mumper
Cathy Pascual
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Alexandra Rosas for her
amazing support

Catherine Grace K. Santa
Ana [my little inspiration]

Pam Santa Ana
[understanding wife
& mother]

Santa Ana Family
[those who believed in me]

The Shirley Family for
their infinite support

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Kenneth

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Yvonne & Kids

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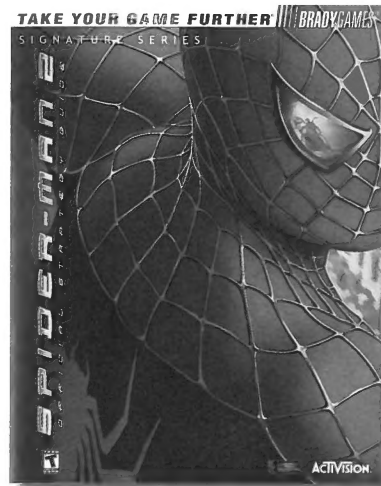
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